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IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

BORGHESE TRADEMARKS INC.,
BORGHESE INC. and
BORGHESE INTERNATIONAL LIMITED

Plaintiffs,

-against-

Case No. 1:10-cv-05552 (AJP)

FRANCESCO BORGHESE, AMANDA
BORGHESE, SCIPIONE BORGHESE,
LORENZO BORGHESE,
KATIE BORGHESE,
MULTIMEDIA EXPOSURE, INC,
PERLIER, INC., EBPD, LLC,
ORLANE, INC. and HSN, INC.

Defendants.

CONSENT JUDGMENT AND PERMANENT INJUNCTION

THIS MATTER was commenced by the filing of a Complaint for, among other things, trademark infringement, false designation of origin, unfair competition, deceptive trade practices, New York trademark dilution and breach of contract by plaintiffs Borghese Trademarks Inc., Borghese Inc., and Borghese International Limited (collectively, "Plaintiffs") against, among others, defendants Francesco Borghese, Amanda Borghese, Scipione Borghese, Lorenzo Borghese, Katie Borghese (collectively, the "Borghese Individuals" and individually a "Borghese Individual"), Multimedia Exposure, Inc., Perlier, Inc., EBPD LLC, Orlane, Inc. and HSN, Inc. (collectively with the Borghese Individuals, "Defendants" and individually a "Defendant") ("Plaintiffs" and "Defendants" together the "Parties" and individually a "Party"). All Parties agreed to settle this matter and to terminate this action by this Consent Judgment And

Permanent Injunction and Confidential Settlement Agreements. All Parties request entry of this Consent Judgment And Permanent Injunction and agree to be fully bound by its terms.

NOW, THEREFORE, upon consent of the parties hereto,

IT IS ORDERED, ADJUDGED and DECREED, that:

1. This Court has jurisdiction of the subject matter of all counts of this action and over all the Parties hereto.

2. The Parties have agreed to resolve their differences and have entered into individual Confidential Settlement Agreements between Plaintiffs and each Defendant ("Agreements"). The Parties have further agreed to end this lawsuit pursuant to the terms set forth in those Agreements and, without admission of liability, Defendants consent to entry of this Consent Judgment And Permanent Injunction.

3. Each Defendant and her, his or its respective officers, agents, and employees, and all others who are acting in active concert or participation with them, and all those in active concert or participation with any Defendant, are immediately and permanently enjoined from engaging in or undertaking, or directing or acting in concert with any person or entity engaging in or undertaking, the following conduct anywhere in the world. For the avoidance of doubt, none of the provisions of this Consent Judgment And Permanent Injunction shall prevent or enjoin any Defendant from the conduct expressly permitted by Section 5 below and Exhibits 1, 2 and 3, attached hereto.

a. Filing, registering, maintaining, or coming to own any trademark application or trademark registration in connection with any goods or services, or any domain name, containing the term "BORGHESE," whether alone or in combination with any other word(s), mark(s), term(s), and/or designs. If any such applications or

registrations exist, Defendants shall file the appropriate documents with the United States Patent and Trademark Office or applicable foreign office to cancel, abandon and withdraw them promptly. This includes, for example, each application or registration which includes the phrase "Prince Lorenzo Borghese," including, without limitation, U.S. Application Serial No. 77/435,171 for PRINCE LORENZO BORGHESE LA DOLCE VITA. Defendants shall expressly abandon the United States trademark application for PRINCE LORENZO BORGHESE LA DOLCE VITA, U.S. Serial No. 77/435,171 by filing the requisite documents with the United States Patent and Trademark Office as provided in the Agreements and serving upon Plaintiffs a copy of the filing on the date filed. If any such domain names exist, Defendants shall disclose their existence to Plaintiffs within (5) calendar days of the entry of this Consent Judgment And Permanent Injunction and transfer such registration(s) to Plaintiffs within thirty (30) calendar days of the entry of this Order. Notwithstanding the foregoing, the Borghese Individuals are not prohibited from registering a domain name, or retaining an existing domain name already owned by the Borghese Individuals that consists solely of their complete, legal, personal name (e.g. *katieborghese.com*), provided, however that the use of any such domain name is otherwise consistent with the terms of the Agreements and this Consent Judgment And Permanent Injunction.

b. Using or causing to be used, for any commercial or promotional purpose, or for any purpose that could be construed as commercial or promotional (hereafter "Commercial Purposes"), "BORGHESE" in any way that (i) is likely to cause members of the public to associate any of the Defendants, Defendants' goods and services, or any companies with which any individual Defendants are involved, with Plaintiffs, Plaintiffs'

trademarks, Plaintiffs' BORGHESE brand, Plaintiffs' goods and services related to Plaintiffs' trademarks and BORGHESE brand; or (ii) is likely to dilute the Plaintiffs' trademarks. Without limiting the scope of the foregoing, this shall include using or causing to be used at any time, for any Commercial Purposes, any references to: (x) Plaintiffs, Plaintiffs' trademarks, Plaintiffs' BORGHESE brand, Plaintiffs' goods and services, or their business(es) or their affiliates, successors-in-interest or their business as they pertain to Plaintiffs' trademarks, Plaintiffs' BORGHESE brand and Plaintiffs' goods and services related to Plaintiffs' trademarks and BORGHESE brand; or (y) Princess Marcella Borghese (including her involvement in the cosmetics industry). This also shall include, without limitation, making any of the statements, either orally or in writing, listed under the column entitled "Prohibited Statements" in Exhibit 1 hereto for any Commercial Purposes. For the avoidance of doubt, this section extends to all of Plaintiffs' affiliates, successors-in-interest or their business(es) as they pertain to Plaintiffs' trademarks, Plaintiffs' BORGHESE brand and goods and services related to Plaintiffs' trademarks and BORGHESE brand.

c. In the case of the Borghese Individuals using any crests for Commercial Purposes or registering a trademark for a crest design unless they have: (a) obtained prior written approval of an application to register such crest from the United States Patent and Trademark Office and (b) served on Borghese Inc. a copy of any trademark application contemporaneously with its filing. Notwithstanding the foregoing, the Borghese Individuals may use the crest on Exhibit 3 hereto for the promotion and sale of products branded "Casa di Francesca" provided that such use is otherwise in compliance with the terms of the Agreement and this Consent Judgment And Permanent Injunction.

d. Notwithstanding the foregoing, Lorenzo Borghese may use PRINCE LORENZO BORGHESE as a complete phrase (but not "BORGHESE" without being preceded by "LORENZO" or "PRINCE LORENZO") to identify pet products and services related to the care, feeding, training and welfare of animals subject to the execution of a royalty-free, exclusive license agreement incorporating terms and conditions mutually-agreed between the Plaintiffs and Lorenzo Borghese and the terms of the Agreement and the Consent Judgment And Permanent Injunction.

4. If asked, each Defendant shall affirmatively disclaim any association with Plaintiffs, Plaintiffs' BORGHESE brand, Plaintiffs' trademarks, Plaintiffs' goods and services as they pertain to Plaintiffs' trademarks, or any of Plaintiffs' affiliates, successors-in-interest or their business(es) with the following limited statement: "I am Princess Marcella Borghese's (*insert familial relationship*), but [I do not have] [neither I nor any members of my family have] any involvement or affiliation with the Borghese company and the cosmetics business founded by Revlon and Princess Marcella Borghese." Notwithstanding the foregoing, it is agreed that slight, non-material, non-substantive variations in the foregoing statement shall not be considered a violation of this Section 4.

5. Notwithstanding the foregoing, nothing herein shall prevent or enjoin each Defendant from the following as provided for herein.

a. Using Borghese Individuals' complete, legal, personal names (including nicknames), both in their business and personal lives, in contexts other than that specified above or consistent with the express terms of the Agreements and this Consent Judgment And Permanent Injunction.

"family history" (or excerpts thereof) as set forth on Exhibit 2 for Commercial and non-Commercial purposes (the "Permitted Family History"). Changes may be made to the Permitted Statements and/or the Permitted Family History if mutually agreed in writing by the Parties. Notwithstanding the foregoing, it is agreed that the Permitted Statements and the Permitted Family History includes slight, non-material, non-substantive variations of Exhibits 1 and/or 2, as the case may be. It is also agreed that Permitted Family History includes any revisions due to developments in any Borghese Individuals' personal biography or in the personal biographies of any of their children. Requests for changes in either the Permitted Statements and/or the Permitted Family History should be sent to the Plaintiffs at the address below, and Plaintiffs shall respond to such requested within 10 (ten) calendar days.

Borghese Inc.
 Attn: Chief Executive Officer
 3 East 54th Street, 20th Floor
 New York, NY 10022
 Facsimile: 212 659 5372

with a copy to:

Steven B. Pfeiffer
 Norton Rose Fulbright (Fulbright & Jaworski LLP)
 801 Pennsylvania Ave NW
 Washington, DC 20004
 Facsimile: 202 662 4643

f. Providing marketing and consulting services in the cosmetics industry provided that such activities are otherwise in compliance with the terms of the Agreements and this Consent Judgment And Permanent Injunction.

6. No Defendant shall aid any person in any way if such Defendant knows or should reasonably know that such aid would violate this Consent Judgment And Permanent Injunction. Accordingly, Defendants shall immediately refuse any request to design, create, distribute, mail,

print and/or sell any goods or advertisements or any other documents, or engage in any services, that would violate the terms of this Consent Judgment And Permanent Injunction.

7. This Consent Judgment And Permanent Injunction and the rights and obligations of the Parties hereunder, shall inure to the benefit of and bind each Party and her, his or its respective successors, assigns, heirs and distributees. It shall also bind those other persons bound by Rule 65(d)(2) of the Federal Rules of Civil Procedure.

8. The Court shall retain jurisdiction to construe, enforce or implement this Consent Judgment And Permanent Injunction and the Agreements upon the application of any party.

SO ORDERED.

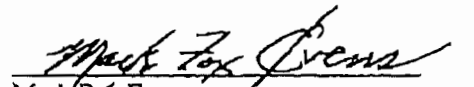
Dated: July __, 2013

Approved:




Mark N. Mutterperl
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Telephone: 212 318 3183
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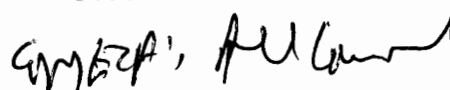
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Attorneys for Defendants


Honorable Andrew J. Peck
United States Magistrate Judge

HON. ANDREW J. PECK
United States Magistrate Judge
Southern District of New York



BY ECF

Dated: July 16, 2013

Dated: July 16, 2013

ENTERED ON THE DOCKET THIS — DAY OF JULY 2013.

EXHIBIT 1 TO CONSENT JUDGMENT AND PERMANENT INJUNCTION

| Prohibited Statements | Permitted Statements |
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| "shoppers know the Borghese family from their high-end bath and body products" | "[title, first name] Borghese selling [product or service] on [channel of trade]." |
| "shoppers know to trust the Borghese name when it comes to quality" | "I am [Prince] Skip Borghese selling Perlier products." |
| "the real Borgheses" | "I am [Prince] Lorenzo Borghese selling Royal Treatment products." |
| "generation(s) in the cosmetics business" | "Lorenzo Borghese presents Royal Treatment." |
| "continuing the family tradition in cosmetics" | "I am Katie Borghese selling Casa di Francesca products." |
| "following family tradition, our products are _____" | "shoppers know Scipione Borghese and Amanda Borghese from their sale of [insert specific products (e.g., Perlier) on HSN]." |
| "brought to consumers by the royal Borghese family" | "shoppers know to trust [insertion of first name required, i.e., Scipione, Amanda or Lorenzo] Borghese when it comes to quality [insertion of specific products required (e.g., Perlier) on HSN]" |
| "the Borghese family continues their attention to beauty and well-being" | "shoppers know to trust [insertion of first name required, e.g., Scipione, Amanda or Lorenzo] Borghese when it comes to quality products like [insertion of specific products required (e.g., Perlier) on HSN]." |
| "It was Princess Marcella Borghese who began the family beauty legacy." | "Shoppers know to trust [insertion of name of product required] when it comes to Italian beauty. I am [Prince] [Skip] [insertion of first name required] Borghese selling [product or service] on [channel of trade]." |
| "When you think of Italian [beauty] [bath and beauty], think of the Borgheses." | "shoppers know Prince Lorenzo Borghese from his time on the Bachelor and his sale of his Royal Treatment high-end pet products." |
| "shoppers know to trust the Borghese name when it comes to [beauty][Italian beauty]" | "shoppers know Skip and Amanda [insertion of first name required] Borghese from their high-end [PERLIER] [insertion of the name of the line they represent required] bath and body products" |

| | |
|--|--|
| | <p>"shoppers know [Skip and Amanda] [Lorenzo] [insertion of first name required] Borghese from their high-end bath and body products here on HSN"</p> <p>"Like my father, Francesco, you can trust me [for sales of specific products (e.g., Perlier on HSN)]."</p> <p>"[Prince] Skip Borghese followed in the footsteps of his father, Francesco, who spent his career in the cosmetics business."</p> <p>"[Skip or Lorenzo] are descendants of the Borghese Family in Rome"</p> <p>Skip and Lorenzo may say "second generation in the cosmetics business, following their father Francesco."</p> |
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EXHIBIT 2 TO CONSENT JUDGMENT AND PERMANENT INJUNCTION

The Borghese family can be traced back to the 1100s in Siena, Italy, where, over time, the family gained wealth and influence, becoming one of Italy's most prominent families. One of the family members, Camillo Borghese, became Pope Paul V in 1605. His nephew, Cardinal Scipione Borghese, finished the facade of St. Peter's in Rome, as well as sponsoring most of Bernini's work, on exhibit, daily, in the world-renown Borghese Gallery – which he also built in Rome.

Pope Paul V created royal titles for several landowning members of the Borghese family, including Prince of San Paolo, Prince of Sant' Angelo and Duke of Bomarzo. The Borgheses also received numerous titles through family arranged marriages such as Prince Camillo's marriage to Napoleon's sister, Paolina, in 1803. Eventually over time, the possessions and the titles separated. Some were sold, some were given away, and some were even lost in battles. Today, most of the Borghese titles are not related to territories owned, but are kept out of respect to the past, and can be traced through the office of Araldica (Heraldry) in Rome.

Notable members of the Borghese family include: Galgano Borghese, papal nuncio Naples (1456); Camillo Borghese (1550–1621); Pope Paul V (1605–1621); Francesco Scipione Maria Borghese (1697–1759), Cardinal Scipione Borghese (1577–1633), artistic patron of Bernini and nephew of Pope Paul V; Prince Marcantonio IV Borghese (1730–1800) who rebuilt the Villa Borghese and its gardens, father of Camillo; Camillo Filippo Ludovico Borghese (1775–1832), made duke of Guastalla and second husband of Pauline Bonaparte; Pauline Borghese née Bonaparte (1780–1825), sister of Napoleon; Prince Luigi Marcantonio Francesco Rodolfo Scipione Borghese, commonly known as Scipione Borghese (1871–1927), best known for participating in (and winning) the Peking to Paris race in 1907; and, Junio Valerio Borghese (1906–1974), Italian naval commander and politician.

Prince Francesco Borghese was born in Bomarzo, Italy, north of Rome. He attended the Swiss School, Le Rosey, and then went to Rome Law school, Oxford in England and the Wharton Graduate School in the USA. He began working in New York with a Revlon Inc. subsidiary. After three years in New York, he returned to Rome as General Manager in Italy. In 1969 he joined Max Factor as General Manager President of the Italian subsidiary. In 1974 he moved to Paris to become Marketing Director for Europe. Four years later he joined the Mennen Company as General Manager of their International subsidiary and moved back to the United States. In 1983, Francesco formed his own cosmetic company, L.P.I Inc. in New York.

Scipione Antonio Borghese (Skip), was born September 21st, 1967 in Rome, Italy. He was the first son of Francesco and his wife Amanda. At the age of six, Skip moved to Paris France for four years where he attended the Lycee International De Saint Germain en Laye. In 1977, he moved to the United States.

In 1983, Francesco, Skip's father, brought Perlier Inc. to the USA and was the first person to launch a treatment bath & body line from Italy at Macy's Herald Square. In 1990 at the age of 22, after graduating college and spending a year working for Bear Stearns in New York City, Skip started working with his father and helped him launch in the United States Fendi Perfumes, La Perla Perfumes, Diego Della Palma, Gayle Hayman and Orlane Cosmetics.

In 1991, at the age of 23, Skip debuted on QVC with the Perlier line of bath & body products. After five successful years on QVC, Skip made a business decision and brought the business to HSN. In January 2002, Skip and his mother Amanda, launched their new bath & body line, Elaria, Inspired from the Valley of San Pellegrino. In October 2011, Skip and Amanda will be celebrating their fifteenth year anniversary on HSN. They are now credited with representing one of the largest bath & body business on television world-wide.

Skip is also the President of Multi Media Exposure Inc (MME). MME was created in response to the demand from traditional vendors who needed assistance with marketing, distribution and an introduction to the exciting world of TV retailing. MME now owns and represents some of the most successful brands on HSN.

In 2001, Skip married Katherine Melissa Long; they married in the Borghese Chapel at Santa Maria Maggiore Church in Rome Italy. They have been gifted with four children. Skip is fluent in three languages, Italian, French and English.

Lorenzo Borghese is a US and Italian citizen who was born in Milan, lived in Rome and outside Paris, and currently lives in New York City. He was the second son of Francesco and his wife Amanda.

Lorenzo graduated from Rollins College in Winter Park, Florida, has an MBA from Fordham University in New York and currently juggles a variety of challenging positions in the pet and cosmetics industries. He is the founder and president of Royal Treatment Italian Pet Spa, a high-end bath, body and skin care line for pets, using the finest natural cosmetics from Italy. Royal Treatment is currently the largest pet line on the shopping channel, HSN, where Lorenzo acts as the on air spokesperson for the line. Lorenzo is also founder of RoyalPetClub.com, an ecommerce discount pet site. Due to his love of animals, he is involved in many animal welfare organizations including: North Shore Animal League, the ASPCA, the AC&C of NYC and American Humane Association.

Lorenzo is the managing partner of LB2, LLC, a consulting company for Italian made cosmetics.

Lorenzo is probably best known for his appearance on ABC's reality TV show: The Bachelor – Rome, which was viewed by more than 20 million people in the United States in the Fall of 2006. Since then, the show has been broadcasted in over a dozen foreign countries. He has also appeared on numerous television shows including: Good Morning America, Ellen, Live with Jimmy Kimmel, Extra, ET, The Insider, Access Hollywood, Dancing with the Stars, 20/20, Nightline and has made three appearances on Live with Regis and Kelly.

More recently he starred in his second reality show, "Coming to Holland, Undercover Princess." This series was aired in the Netherlands on the major network SBS6 in the summer of 2009.

In December of 2010, Harper Collins released Lorenzo's first novel called, "The Princess of Nowhere". It is a historical fictional romance novel based on his relative, Pauline Bonaparte Borghese, one of the most famous women in Europe in the 1800s.

Amanda Borghese was born in Boston, Mass. She spent the first 18 years of her life in Connecticut, and then moved to Madrid, Spain. At a wedding in Florence, Italy, in 1965, at the age of 21, she met her husband, Francesco. Upon marrying in 1966, she moved to Rome, Italy. Her first two children, Scipione and Ilaria, were born in Rome. Her youngest son, Lorenzo, was born in Milan. In 1974, the family moved to Paris, France, where they stayed until 1977, when they moved to the United States.

Amanda has created, managed, and participated in a myriad of successful businesses. While in Rome, she designed and created her own jewelry line. Upon moving back to Connecticut, Princess Borghese became the National Representative for The Barton Connett's Chateau Country Cooking School, as well as the International Coordinator for Previews Fine Real Estate. In 1980, the family moved to New Jersey, where she started a 6-state, 11-store boutique franchise which she sold in 1986. Six months later, she headed the US division of the famed London based perfumery, Floris of London, with stores in Short Hills, N.J. and on Madison Ave in New York City. For the past eighteen years, Amanda has worked with her son, Scipione, representing Perlier & Elarria Italian Bath and Body products – first on QVC, and up to the present, on HSN. She debuted her jewelry line, The Princess Amanda Collection, on HSN in July of 2008. She manages to travel extensively around the world, as well, both in relation to her jewelry business and for pleasure. At the same time she enjoys strong family ties, spending as much of her time as possible with her four grandchildren. She is also involved in many charities, among her favorites: Habitat for Humanity, City Harvest, Saint Anthony's Breadline for the Homeless, Susan G. Komen Breast Cancer Foundation and Boys Scouts of America, where in 2003, she and her husband, Francesco, were honored with the Man and Women of the Year award.

Katie Borghese has long been a student and practitioner of art and home decor. Growing up in Florida, Katie enjoyed working at her mother's interior design firm, traveling to flea markets, antique stores and fabric showrooms in search of special items for clients' homes. Katie majored in Art History at Hollins University in Virginia, and studied abroad in Florence, Italy where a lifetime love of Italy ensued. Upon graduation, Katie interned in New York City for Bunny Williams, one of the world's leading design firms. While in New York, Katie fell in love with Scipione, to whom she married in the Borghese Chapel at Santa Maria Maggiore Church in Rome, Italy and they have four beautiful children.

In November 2008, Katie launched her new home fragrance line, Casa di Francesca, on Home Shopping Network. Inspired by Italy and Katie's love of art and travel, Casa di Francesca brings Old World European excellence to homes through an array of high quality, long lasting, diffuser fragrances. She also offers a decorative line of Murano glass decanters. Each one is hand-made, signed and numbered, reflecting the frequent trips Katie makes to the Island of Murano off of Venice to hand select and design one-of-a-kind pieces for her line.

Additionally, Katie is active in her community where she is involved in the Somerset Hills Handicapped Riding Center, Heartworks, More Than Me, YMCA and The Breast Cancer Network of Strength. Philanthropy is an important aspect of Katie's new business, as she explains, "I started this line on the foundation of giving back. We launched on HSN by giving a percentage of our sales to St. Jude's Children's Hospital. As the line grows there are more

opportunities to give back. Because of this, I hope that, in five years, Casa di Francesca is recognized as a leading home brand and contributor to charities."

EXHIBIT 3 TO CONSENT JUDGMENT AND PERMANENT INJUNCTION

